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Before the
FEDERAL COMMUNICATIONS COMMISSION
Washington, D.C. 20554

MAR - 8 2001

FEDERAL COMMUNICATIONS COMMISSION
OFFICE OF THE SECRETARY

In the Matter of)
)
GALLATIN RIVER COMMUNICATIONS, LLC,)
MADISON RIVER LONG DISTANCE SOLUTIONS,)
d/b/a GALLATIN RIVER LONG DISTANCE)
SOLUTIONS,)
)
MADISON TELEPHONE COMPANY,)
and MADISON NETWORK SYSTEMS, INC.)
)
Implementation of the Subscriber Change Provisions)
of the Telecommunications Act of 1996)

CC Docket No. 94-129

To: Chief, Accounting Policy Division, Common Carrier Bureau

PETITION FOR WAIVER

Gallatin River Communications, LLC ("Gallatin"), its long distance affiliate, Madison River Long Distance Solutions d/b/a Gallatin River Long Distance ("Gallatin LD"), together with Madison Telephone Company ("Madison") and its long distance affiliate, Madison Network Systems, Inc. ("Madison Systems") (collectively, "Petitioners"), by their attorney and pursuant to Section 1.3 of the Commission's Rules, respectfully petition the Commission to grant a limited waiver of 47 CFR §§ 64.1100-64.1190, as appropriate, to enable the transfer of the pre-subscribed local, intra- and interstate customers of the Gallatin entities to the Madison entities without first obtaining each subscriber's authorization and verification.

The Madison and Gallatin companies have entered into an asset purchase agreement whereby the Madison companies will acquire the Gallatin assets located within two local exchanges used to provide local exchange and access services, as well as intrastate and interstate

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services.¹ The Commission currently has under consideration the Joint Petition for Waiver of the Definition of Study Area filed by the parties to effect the association of the two subject Gallatin exchanges with the existing Madison study area upon consummation of the proposed transaction.² Madison Systems currently provides long distance service to customers in Illinois,³ and the Illinois Commerce Commission (“ICC”) has under consideration Petitioners’ application for transfer of local authorizations.⁴

Upon completion of the contemplated transaction, the parties propose to effect a seamless transition from the Gallatin entities to the Madison entities. The proposed transfer of the approximately 4300 local access lines, approximately 840 presubscribed interstate customers and approximately 2200 intrastate customers⁵ implicates the application of the Commission’s authorization and verification rules (47 C.F.R. § 64.1100 *et seq.*). Petitioners seek waiver of the requirement to seek new letters of authorization (“LOAs”) from each presubscribed customer of

¹ Gallatin will continue to provide local, intra- and interstate services to other current customers located outside the purchased exchanges.

² See Madison Telephone Company and Gallatin River Communications, LLC, *Joint Petition for Waiver of the Definition of “Study Area” of the Appendix - Glossary of Part 36* (filed Feb. 23, 2001); Public Notice Establishing Pleading Cycle (DA 01-566), CC Docket No. 96-45 (rel. March 2, 2001).

³ Madison Systems provides domestic interstate services pursuant to blanket authority granted by Section 63.01 of the Commission’s Rules; Madison Systems also provides international services pursuant to authority granted under File No. ITC -96-158.

⁴ See Attachment 1.

⁵ Gallatin provides intrastate services to approximately 2200 customers; in addition, Gallatin LD serves approximately 840 customers as the presubscribed intrastate carrier. Upon consummation of the proposed transaction, all intrastate and interstate customers currently served by the Gallatin companies will be served by Madison Systems.

the Gallatin companies to ensure minimum confusion, and to avoid the possibility of service interruption.

To ensure that affected subscribers are fully informed, Gallatin will provide notice to affected subscribers at least 30 days prior to closing, in substantially the form as Attachment 2. In addition, Madison commits to include, in the first two monthly billing statements following closing of the proposed transaction, a notice informing affected customers of the consummation of the transaction, confirming that the customer incurs no charges due to the transfer of ownership of the assets utilized to provide services, and confirming that there will be no change in dialing patterns due to the change in ownership. The notice will also include a list of services available from Madison, a toll-free number to call with questions regarding the notice, and will contain a reminder to the customer of its option to change long distance service providers.⁶

As the draft post-closing notice indicates, Madison also commits to provide services at rates no higher than current charges under the Gallatin companies' tariffs for a period of one hundred twenty (120) days following closing of the subject transaction. Accordingly, customers will be afforded ample opportunity to review their intra- and interstate telecommunications requirements and choice of prospective service providers.

Finally, to ensure that subscribers' rights are protected, Madison commits to work with its new subscribers to resolve issues which may be outstanding regarding Gallatin River's service provision. In addition, Madison will work with both complainants and the Commission to investigate any complaints which may be filed with respect to the services provided by Gallatin

⁶ See draft notice, Attachment 3. No competitor offers local exchange and access services in the subject exchanges.

River.

Petitioners respectfully submit that the underlying goals of the Commission's LOA and verification rules are, in this instance, better served by waiver of the Commission's Rules than adherence thereto.⁷ The Commission has recognized consistently⁸ the argument of similarly-situated petitioners that there exists a strong probability of creating confusion among customers by attempting a process of "re-presubscription."

In the absence of the requested waiver, a signed LOA would be the prerequisite to seamless continuation of service upon closing. If Madison has not received a customer's signed LOA, it would be unable to provide service to that customer after closing. Under this scenario, customers who do not recognize the necessity for executing new forms, or who simply fail to respond, could lose access to services altogether, or become victims of significantly higher casual calling rates for interexchange services. Any benefit which could conceivably result from a re-presubscription program is outweighed by its costs, measured in customer confusion and potential loss of economic service. The alternative offered by Petitioners not only satisfies the underlying principles of the subject rules by ensuring an informed choice by consumers, but also protects customers from inconvenience and potential harm.

⁷ "The Commission may exercise its discretion to waive a rule where particular facts would make strict compliance inconsistent with the public interest." *WAIT Radio v. FCC*, 418 F.2d 1153, 1159 (D.C. Cir. 1969), *cert denied*, 409 U.S. 1027 (1972); *see also Northeast Cellular Telephone Co. v. FCC*, 897 F.2d 1164, 1166 (D.C.Cir. 1990).

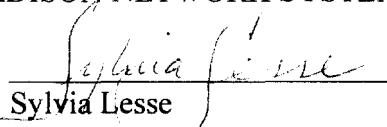
⁸ *See, e.g., Primus Telecommunications, Inc.*, 15 FCC Rcd. 24721 (Acct. Pol. Div., Com. Car. Bur.,2000); *Worldcom, Inc.*, 15 FCC Rcd 24575 (Acct. Pol. Div., Com. Car. Bur.,2000); *United-KUC, Inc.*, DA-00-2735 (Acct. Pol. Div., Com. Car. Bur.,2000); *21st Century Telecom Services, Inc., et al.*, (Acct. Pol. Div., Com. Car. Bur.,2000); *McLeodUSA Telecommunications Services, Inc.*, 15 FCC Rcd. 22886 (Acct. Pol. Div., Com. Car. Bur.,2000).

Petitioners submit that the special circumstances evident in this case warrant a deviation from the general rule, and that this deviation will serve the public interest. The seamless transition envisioned by Petitioners, as described herein, ensures prompt and directed customer notification, and affords customers the opportunity to make an informed choice. The rights and options afforded by the Commission's LOA rules are preserved under the proposed methodology, which, under these circumstances, more efficiently achieves the Commission's underlying goals than would adherence to the rules themselves. Grant of this petition is, therefore, warranted and fully consistent with the public interest.

Accordingly, Petitioners respectfully request expeditious waiver of authorization and verification rules to enable closing of the proposed transaction by the scheduled date of April 15, 2001.

Respectfully submitted,

GALLATIN RIVER COMMUNICATIONS, LLC,
MADISON RIVER LONG DISTANCE SOLUTIONS
d/b/a GALLATIN RIVER LONG DISTANCE
SOLUTIONS,
MADISON TELEPHONE COMPANY and
MADISON NETWORK SYSTEMS, INC.

By: 
Sylvia Lesse
Their Attorney

Kraskin, Lesse & Cosson, LLP
2120 L Street, NW
Suite 520
Washington, D.C. 20037
(202) 296-8890

March 8, 2001

ATTACHMENT 1

STATE OF ILLINOIS

ILLINOIS COMMERCE COMMISSION

GALLATIN RIVER COMMUNICATIONS, L.L.C.)
AND MADISON TELEPHONE COMPANY)

)
)
)
Joint Petition and Application for approval of sale and)
purchase of telephone properties and related assets used)
in the provision of Telecommunications Services in the)
Staunton and Livingston Exchanges and for approval)
of other Agreements by and between Joint Applicants)
pursuant to Section 7-102 of The Public Utilities Act;)
for the approval and issuance of a Certificate of)
Exchange Service Authority for the Staunton and)
Livingston Exchanges to Madison Telephone Company)
pursuant to Section 13-405 and the cancellation of)
Gallatin River Communications, L.L.C.'s Certificate) Docket No. 01-0071
of Exchange Service Authority for the Staunton and)
Livingston Exchanges upon the closing of this sale)
and purchase of assets transaction; for Authority for)
Gallatin River Communications, L.L.C. to discontinue)
the provision of service to the Staunton and)
Livingston Exchanges pursuant to Section 13-406;)
for an Order designating Madison Telephone Company)
as an Eligible Telecommunications Carrier under)
47 U.S.C. Section 214(e)(2) of the Telecommunications)
Act of 1996 for the Staunton and Livingston Exchanges)
and the cancellation of Gallatin River Communications,)
L.L.C.'s designation as an eligible carrier for the Staunton)
and Livingston Exchanges upon closing; for the)
issuance of a Letter of Non-Opposition to Waiver of)
Study Areas; and for the granting of all other necessary)
and appropriate relief.)

VERIFIED JOINT PETITION AND APPLICATION

NOW COME, Gallatin River Communications, L.L.C. ("Gallatin River") and Madison
Telephone Company ("Madison Telephone") and apply to the Illinois Commerce Commission
("Commission") for approval of the sale by Gallatin River and the purchase by Madison

Telephone Company of telecommunications properties and related assets used in the provision of telecommunications services in the Staunton and Livingston Exchanges and for the approval of other Agreements by and between Gallatin River and Madison Telephone Company all in accordance with Section 7-102 of The Public Utilities Act ("Act"). In addition, Joint Applicants request that the Commission:

A. Grant Madison Telephone a Certificate of Exchange Service Authority, pursuant to Section 13-405 of the Act, for the Staunton and Livingston Exchanges to be acquired from Gallatin River upon the closing of this sale and purchase of assets;

B. Cancel Gallatin River's Certificate of Exchange Service Authority for the Staunton and Livingston Exchanges to be sold to Madison Telephone upon the closing of this sale and purchase of assets;

C. Authorize Gallatin River to discontinue their provision of telecommunications services, including non-competitive local exchange telecommunications services, within the Staunton and Livingston Exchanges upon the closing of this sale and purchase of assets in accordance with Section 13-406 of the Act;

D. Designate Madison Telephone as an Eligible Telecommunications Carrier under 47 U.S.C. § 214(e)(2) of the Telecommunications Act of 1996 for the Staunton and Livingston Exchanges and cancel the eligible carrier designation of Gallatin River for the Staunton and Livingston Exchanges upon the closing of this sale and purchase of assets;

E. Issue a Letter of Non-Opposition to the Federal Communications Commission ("FCC") regarding Joint Applicants' request for a study waiver pursuant to 47 CFR § 36; and grant all other necessary and appropriate relief.

In support of this Joint Petition and Application, Joint Applicants' state as follows:

Description of Applicants

1. The legal name and business address of Gallatin River is:

Gallatin River Communications, L.L.C.
100 North Cherry Street
Galesburg, IL 61401
Telephone: 309/345-5367
Facsimile: 309/344-6670

Gallatin River is a Delaware limited liability company owned entirely by Gallatin River Holdings, L.L.C. ("GRH"), which is, in turn, owned by Madison River Telephone Company, L.L.C. ("Madison River"). Gallatin River provides telecommunications services, including local exchange telecommunications services, as an incumbent local exchange carrier in 24 exchanges serving approximately 85,965 access lines pursuant to Certificates of Service Authority granted by the Commission in Docket No. 98-0321. Except for the Staunton and Livingston Exchanges located in south central Illinois, the local exchange operations of Gallatin River are in north central and northern Illinois. Gallatin River presently serves approximately 3,380 access lines in its Staunton Exchange and 870 access lines in its Livingston Exchange.

2. The legal name and business address of Madison Telephone is:

Madison Telephone Company
118 East State Street
P. O. Box 158
Hamel, IL 62046
Telephone: 618/633-2267
Facsimile: 618/633-2713

Madison Telephone is an Illinois corporation and has been providing telecommunications services, including local exchange telecommunications service, as an incumbent local exchange

carrier subject to this Commission's jurisdiction and regulation continuously since 1957. Madison Telephone presently provides service to approximately 1,600 access lines in its Worden, Hamel and Prairietown Exchanges. Madison Telephone is designated an Eligible Telecommunications Carrier under 47 U.S.C. § 214(e)(2) of the Telecommunications Act of 1996 for its service areas consisting of its Worden, Hamel and Prairietown Exchanges by this Commission in Docket No. 97-0407.

**Description of the Proposed Transaction
and Requested Section 7-102 Approvals**

3. Gallatin River and Madison Telephone are entering into an Asset Sale Agreement pursuant to which Gallatin River will sell and Madison Telephone will purchase all of the assets necessary to operate the Staunton and Livingston Exchanges, including relevant authorizations and licenses currently held by Gallatin River. The Asset Sale Agreement will be submitted as a proprietary exhibit in connection with the testimony to be introduced into evidence in this proceeding. The Commission's consent and approval of this transaction is requested pursuant to Section 7-102 of the Act.

Until the transaction is complete, Gallatin River will continue to operate the Staunton and Livingston Exchanges as they do today. The Asset Sale Agreement provides for the closing of the transaction on or before March 31, 2001 after receipt of all necessary governmental and regulatory approvals, including those to be obtained from this Commission and the FCC. Following closing, Gallatin River will continue to operate its remaining 22 exchanges.

To facilitate the transaction and to further ensure the continuity of high quality service to the customers within the Staunton and Livingston Exchanges, Gallatin River and Madison Telephone are entering into a related agreement pursuant to which Madison Telephone will

obtain and Gallatin River will provide certain services. The Commission's consent and approval of this Services Agreement is requested pursuant to Section 7-102 of the Act. The Services Agreement will be submitted as an exhibit in connection with the testimony to be introduced into evidence in this proceeding.

The asset sale transaction and the provision of transitional services pursuant to the Services Agreement will serve the public convenience because Madison Telephone will maintain the provision of existing telecommunications services, including local exchange telecommunications service, and will continue the provision of high quality service to customers within the Staunton and Livingston Exchanges. The Staunton and Livingston Exchanges, while relatively remote from Gallatin River's remaining operations, are contiguous to the Worden, Hamil and Prairietown exchanges of Madison Telephone. Madison Telephone has a long history of providing high quality telecommunications services subject to this Commission's jurisdiction and regulation and is familiar with the Staunton and Livingston service areas, and generally, with the interests and telecommunications needs of customers residing within those Exchanges because of their proximity to the existing operations of Madison Telephone.

Application of Madison Telephone
for Certificate of Exchange Service
Authority Pursuant to Section 13-405

4. Madison Telephone requests that it be granted an additional Certificate of Exchange Service Authority covering the Staunton and Livingston Exchanges, which Madison Telephone will acquire from Gallatin River upon the closing of the sale and purchase of assets. Madison Telephone possesses the necessary technical, financial and managerial resources and abilities to provide local exchange telecommunications services within said Exchanges.

Madison Telephone has an experienced management team with strong technical and financial abilities and all the necessary financial resources and capabilities. Madison Telephone has demonstrated its capabilities by providing local exchange telecommunications services subject to this Commission's jurisdiction and regulation continuously for over 43 years.

Madison Telephone will acquire substantially all of the assets of Gallatin River in the Staunton and Livingston Exchanges, including central office facilities, outside plant facilities and other property used by Gallatin River to provide service in the Staunton and Livingston Exchanges.

Revision to Section 13-405
Certificate of Exchange Service
Authority of Gallatin River

5. Upon completion of the sale of assets to Madison Telephone, Gallatin River will no longer provide local exchange services within the Staunton and Livingston Exchanges. Gallatin River requests that its Section 13-405 Certificate of Exchange Service Authority be amended so as to revise or delete the Staunton and Livingston Exchanges from its authorized service areas to be effective upon the closing of the transaction.

Request of Gallatin River for Authority to Discontinue
Its Services to the Staunton and Livingston Exchanges
Pursuant to Section 13-406 of the Act

6. Upon the closing of the proposed transaction, Gallatin River will cease to have assets in the Staunton and Livingston Exchanges and will no longer be able to provide non-competitive local exchange service to customers in the Staunton and Livingston Exchanges purchased by Madison Telephone. After the transaction closes, Madison Telephone will provide telecommunications service to the subscribers in these areas. Accordingly, subscribers will not be deprived of any necessary or essential telecommunications service or access thereto.

Therefore, Gallatin River requests that the Commission find that it is not contrary to the public interest to grant Gallatin River permission, pursuant to Section 13-406 of the Act, to discontinue providing non-competitive services in the Staunton and Livingston Exchanges that Madison Telephone will acquire at the closing of the transaction.

Request for Order Designating Madison Telephone Company as an Eligible Telecommunications Carrier for the Staunton and Livingston Exchanges Pursuant to Section 214(e) of the Communications Act of 1934, As Amended, in 47 U.S.C. § 214(e) effective upon the closing of the Transaction and the Simultaneous Cancellation of Gallatin River's Designation as an Eligible Telecommunications Carrier for the Staunton and Livingston Exchanges

7. Gallatin River is currently designated as an Eligible Telecommunications Carrier, pursuant to Section 214(e) of the Communications Act of 1934, as amended, in 47 U.S.C. § 214(e) in the Staunton and Livingston Exchanges, as well as in the other exchanges that Gallatin River serves. Madison Telephone requests that this Commission designate Madison Telephone as the Eligible Telecommunications Carrier for the Staunton and Livingston Exchanges that it will acquire upon the receipt of all necessary approvals and the closing of this transaction. Madison Telephone is presently designated as an Eligible Telecommunications Carrier for its present service areas consisting of its Worden, Hamil and Prairietown Exchanges pursuant to this Commission's Order in Docket No. 97-0407. Madison Telephone will present evidence demonstrating that it meets all of the criteria to be designated an Eligible Telecommunications Carrier for the Staunton and Livingston Exchanges upon closing. The designation of Gallatin River as an Eligible Telecommunications Carrier for the Staunton and Livingston Exchanges should be canceled upon the closing of the transaction.

Request for an Interim Order in this
Docket or for a Letter from this
Commission to the FCC Indicating
Non-Opposition for a Study Area Waiver

8. This transaction is conditioned upon receipt of all necessary approvals from both this Commission and the FCC. The approvals that will be sought from the FCC will include a petition for a study area waiver. The FCC's policy regarding study area waivers is not to accept petitions for waiver until the state regulatory agency has stated that it does not object to changes in the study area boundaries. For this reason, Gallatin River and Madison Telephone requests that the Commission, as soon as practicable, issue an Interim Order in this docket or other statements indicating that the Commission does not object to the FCC's granting of the necessary study area waiver. Gallatin River and Madison Telephone requests that such an Interim Order or other statement of non-objection be issued prior to an Order approving the transaction so the parties can move on a parallel track at the FCC during the time this Commission considers this Joint Petition and Application.

Service On Joint Petitioners and Joint Applicants

9. Notices and other pleadings in connection with this Joint Petition and Application should be served on the Joint Petitioners and Joint Applicants, as follows:

For Gallatin River:

Gary D. Hamilton
President

Gallatin River Communications, L.L.C.
100 North Cherry Street
Galesburg, Illinois 61401
Telephone: 309/345-5367
Facsimile: 309/344-6670
hamilton@gallatinriver.com

With a copy to:

Matt Springer
Corporate Attorney
Madison River Communications
103 South Fifth Street
P. O. Box 430
Mebane, North Carolina 27302
Telephone: 919/563-8289
springem@madisonriver.net

For Madison Telephone:

Robert W. Schwartz
President
Madison Telephone Company
118 East State Street
P. O. Box 158
Hamel, Illinois 62046
Telephone: 618/633-2267
Facsimile: 618/633-2713
bschwartz@madisontelco.com

For Joint Applicants:

Dennis K. Muncy
Joseph D. Murphy
Matt C. Deering
Meyer Capel, A Professional Corporation
306 West Church Street
P. O. Box 6750
Champaign, Illinois 61826-6750
Telephone: 217/352-0030
Facsimile: 217/352-9294

dmuncy@meyercafel.com
jmurphy@meyercafel.com
mdeering@meyercafel.com

WHEREFORE, the Joint Petitioners and Joint Applicants pray that the Illinois Commerce Commission enter an Order granting the relief sought herein and granting all other necessary approvals and all other appropriate relief.

DATED this _____ January, 2001.

Respectfully submitted,

GALLATIN RIVER COMMUNICATIONS,
L.L.C. and MADISON TELEPHONE
COMPANY

By: _____
One of the Attorneys for Joint Applicants

Dennis K. Muncy
Joseph D. Murphy
Matt C. Deering
MEYER CAPEL, A Professional Corporation
306 W. Church Str., P.O. Box 6750
Champaign, IL 61826-6750
Telephone: 217/352-0030
dmuncy@meyercafel.com
jmurphy@meyercafel.com
mdeering@meyercafel.com

ATTACHMENT 2

Gallatin River Communications, LLC
100 N. Cherry Street
Galesburg, IL 61401

[PRE-TRANSFER NOTICE TO LIVINGSTON
AND STAUNTON EXCHANGE SUBSCRIBERS]

Dear Gallatin River Customer:

This letter is to inform you that on or about __ __, __ __, Gallatin River Communications, LLC ("Gallatin River") will no longer be providing your telephone service in the Livingston and Staunton exchange areas. The good news is that your service will not be interrupted, because Madison Telephone Company ("Madison Telephone") will be acquiring the these exchange areas and will immediately be providing local telephone service to customers formerly served by Gallatin River in a seamless transfer of service provision, as well as intrastate and interstate services to those of you choosing to maintain these services.

We are not aware of any competitive local telephone service providers in the Livingston and Staunton exchanges. Accordingly, your local service will be transferred automatically to Madison Telephone to avoid any interruption in service. Your local telephone number, as well as your existing local service and calling features, will not be changed.

YOU HAVE A CHOICE OF LONG DISTANCE SERVICE PROVIDERS

You may choose another long distance telephone service provider if you do not wish to receive your long distance service from Madison Telephone. Generally, you may find a list of long distance service providers in your local telephone directory. In order to make your selection, you must contact your long distance service provider of choice and request that your service be switched to that provider. If you change long distance carriers before Gallatin River's transfer of assets to Madison Telephone, no carrier change charge will be assessed by Gallatin River. Gallatin River also understands that, after the transfer of assets, Madison Telephone intends to provide a time frame within which long distance carrier changes can be made without charge to provide Livingston and Staunton exchange subscribers sufficient time to review their intrastate and interstate service options. You must still contact your provider of choice to request the change.

Please note that if you do not select new long distance service provider(s) before the transfer of assets from Gallatin River to Madison Telephone, an automatic transfer of your long distance service from Gallatin River to Madison Telephone will result.

If you have any questions about this notice, Gallatin River's service discontinuance or pre-transfer activities or options, please contact Gallatin River at 800-__-___. Questions regarding post-transfer activities or options should be directed to Madison Telephone at 800-__-___.

ATTACHMENT 3

Madison Telephone Company
118 East State Street
Hamel, IL 62046

[POST-TRANSFER NOTICE]

Dear Customer,

WELCOME! We are pleased to announce that, as of ____, ____, your local telephone service was transferred from Gallatin River Communications, LLC ("Gallatin River") to Madison Telephone Company ("Madison Telephone"). You will incur no charge due to the transfer of ownership of assets utilized to provide local service, and no change in dialing patterns will occur due to the recent change in ownership.

On the attached list, we itemize the services formerly provided to you by Gallatin River, as reflected in your records at the time of the transfer to Madison Telephone. These services are continuing on an uninterrupted basis, at the rates and under the terms described on the attachment.

[ADDITIONAL INFORMATION TO TRANSFERRED LONG DISTANCE CUSTOMERS]:

It is our understanding that Gallatin River also informed you that it would no longer be providing your long distance service, and advised you of your option to select new long distance service provider(s). Pursuant to permission granted by the Federal Communications Commission ("FCC") to Madison Telephone to continue providing service to those customers who had not selected a preferred long distance carrier prior to the transfer of assets, your long distance service has now been transferred from Gallatin River to Madison Telephone.

Madison Telephone is pleased to continue providing your long distance service, and will continue to provide these services at rates no higher than the current Gallatin River tariffs through ____, ____. We do want to remind you, however, that you still have the option of choosing another long distance service provider, and may do so at anytime. In order to make that change, you will need to contact the long distance service provider that you select directly, and request an implementation of the change with that provider. If you change your long distance service provider on or before ____, ____, you will incur no carrier change charge. Please note that after that date, changes in your preferred long distance service provider(s) may result in a carrier change charge.

We believe that you will quickly discover that Madison Telephone's long distance service is not only of high quality, but also competitively priced. On the attached list, we itemize the long distance services formerly provided to you by Gallatin River, as reflected in your records at the time of the transfer to Madison Telephone. These services are continuing on an uninterrupted basis, at the rates and under the terms described on the attachment.

We invite you to call 800-__-__ with any questions.

LOCAL TELEPHONE SERVICE ATTACHMENT

1) Your basic telephone service will be billed at a monthly rate of _____.

2) Optional services:

Service

Rate

3) A charge of _____% (or \$) will be assessed for late payments in addition to the amount due. Also, a charge of \$____ will be assessed for each returned check. You may find additional information regarding these charges in the _____ and _____ sections, respectively, on your monthly telephone bill.

You will also find other useful information in Madison Telephone's Directory. If you have not received a copy, you may request one by _____. If you have any questions or concerns please call us at 800-____-_____.

LONG DISTANCE SERVICE ATTACHMENT

- 1) Your former rate plan:

[Description of plan and rates]

- 2) Madison Telephone comparable plan:

[Description of plan and rates, demonstrating charges are no higher and terms are no less favorable than Gallatin River plan]

[Description of plan and rates]

- 3) A charge of _____% (or \$) will be assessed for late payments in addition to the amount due. Also, a charge of \$____ will be assessed for each returned check. You may find additional information regarding these charges in the _____ and _____ sections, respectively, on your monthly telephone bill.

PLEASE CONTACT US TO DISCUSS OTHER RATE PLANS WHICH MAY BETTER SUIT YOUR USAGE PATTERNS AND NEEDS

If you have any questions or concerns please call us at 800-____-_____.

DECLARATION OF MICHAEL SKRIVAN

I, Michael Skrivan, Vice President of Gallatin River Communications, LLC, do hereby declare under penalty of perjury that I have read the foregoing "Petition for Waiver" of the FCC's rules regarding subscriber carrier changes and that, with respect to the information provided with respect to Gallatin River Communications, LLC, the facts stated therein are true and correct, to the best of my knowledge, information and belief.


Michael Skrivan

Dated: March 5, 2001

DECLARATION OF ROBERT W. SCHWARTZ

I, Robert W. Schwartz, President of Madison Telephone Company, do hereby declare under penalty of perjury that I have read the foregoing "Petition for Waiver" of the FCC's rules regarding subscriber carrier changes, and that, with respect to the information provided with respect to Madison Telephone Company, the facts stated therein are true and correct, to the best of my knowledge, information and belief.

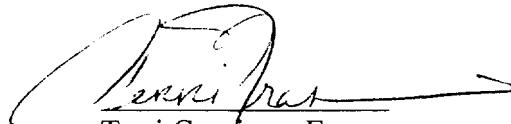
A handwritten signature in black ink, appearing to read "Robert W. Schwartz", written over a horizontal line.

Robert W. Schwartz

Dated: 3-5-01

CERTIFICATE OF SERVICE

I, Terri Granison, Esq., of Kraskin, Lesse & Cosson, LLP, 2120 L Street, NW, Suite 520, Washington, D.C. 20037, hereby certify that a copy of the foregoing "Application for Authority to Discontinue Service" was served this 8th of March, 2001, by hand delivery, to the following parties:


Terri Granison, Esq.

Katherine Schroder, Chief
Accounting Policy Division
Common Carrier Bureau
Federal Communications Commission
445 Twelfth Street, S.W.
Room 5-A426
Washington, D.C. 20554

Mr. Al McCloud
Network Services Division
Common Carrier Bureau
Federal Communications Commission
445 Twelfth Street, S.W.
Washington, D.C. 20554

Mr. Martin Schwimmer
Network Service
Common Carrier Bureau
Federal Communications Commission
445 Twelfth Street, Sixth Floor
Washington, D.C. 20554

Kenneth P. Moran, Chief
Accounting Safeguards Division
Common Carrier Bureau
Federal Communications Commission
445 Twelfth Street
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Tim Peterson, Deputy Chief
Accounting Safeguards Division
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Adrian Wright
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*Chief Clerk's Office
Illinois Commerce Commission
527 Capitol Avenue
Springfield, Illinois 62701

*Via US Mail, postage pre-paid